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## **FIRST NATURAL FOODS HOLDINGS LIMITED**

**(Provisional Liquidators Appointed)**

**第一天然食品有限公司\***

**(已委任臨時清盤人)**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 01076)**

### **NOTICE OF ANNUAL GENERAL MEETING 2011**

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the “**AGM**”) of First Natural Foods Holdings Limited (Provisional Liquidators Appointed) (the “**Company**”) will be held at Room 202 of the Hong Kong Council of Social Services, Duke of Windsor Social Service Building, No. 15 Hennessy Road, Wanchai, Hong Kong on 30 September 2011 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

1. to receive and adopt the audited financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2010;
2. to re-elect directors of the Company and to authorize the board of directors (the “**Board**”) and/or the joint and several provisional liquidators of the Company (the “**Provisional Liquidators**”) to fix the directors’ remuneration; and
3. to re-appoint Messrs. ANDA CPA Limited as the auditors of the Company and authorise the Board or the Provisional Liquidators to fix their remuneration.

*Notes:*

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies (if such member is the holder of two or more shares) to attend and vote instead of him. A proxy need not be a shareholder of the Company.
2. To be valid, a proxy form, together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power or authority, must be deposited at the branch share registrar of the Company in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong

Kong not less than 48 hours before the time fixed for the holding of the annual general meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

3. Where there are joint holders of any ordinary share of the Company, any one of such holders may vote at the annual general meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such holders be present at the meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
4. As at the date of this notice, the Board of Directors comprises one executive director, being Mr. Lee Wa Lun, Warren and three independent non-executive directors, being Mr. Wong Chi Keung, Mr. Leung King Yue, Alex and Mr. Tang Chi Chung, Matthew.

For and on behalf of  
**FIRST NATURAL FOODS HOLDINGS LIMITED**  
*(Provisional Liquidators Appointed)*

**Stephen Liu Yiu Keung**  
**David Yen Ching Wai**

*Joint and Several Provisional Liquidators*

By order of the Board  
**FIRST NATURAL FOODS HOLDINGS LIMITED**  
*(Provisional Liquidators Appointed)*

**Wong Chi Keung**  
*Chairman*

Hong Kong, 5 September 2011

\* *for identification purposes only*

*As at the date of this announcement, the Board comprises four directors of which Mr. Lee Wa Lun, Warren is an executive director; and Mr. Wong Chi Keung, Mr. Leung King Yue, Alex and Mr. Tang Chi Chung, Matthew are independent non-executive directors.*